

LANE POWELL

## MEMO ENDORSED

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September 21, 2023

## VIA BY ECF

The Honorable Louis L. Stanton  
United States District Judge  
Daniel Patrick Moynihan U.S. Courthouse  
500 Pearl Street  
New York, NY 10007

USDC SDNY  
DOCUMENT  
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Re: *Frontier Airlines v. AMCK Aviation, et al.*, Case No. 1:20-cv-09713-LLS

Dear Judge Stanton:

On behalf of Plaintiff Frontier Airlines (Plaintiff), and pursuant to Section 3.B. of Your Honor's Individual Practices, Plaintiff requests that the Court seal certain documents filed with regard to pre-trial submissions.

Pursuant to Section 4 of Your Honor's Individual Practices, Plaintiff files the declaration of its expert Dr. Kevin Neels and accompanying appendices. Dr. Neels' Declaration and appendices; and Dr. Neels' expert report of September 9, 2022, with accompanying appendices contain information and attachments designated "Confidential" or "Highly Confidential – Attorneys' Eyes Only," pursuant to paragraph 8.4 of the Stipulated Protective Order (Dkt. 71). Redacted versions of Dr. Neels' declaration, expert report of September 9, 2022, and attachments are being filed publicly. Un-redacted versions are being filed under seal.

There exists good cause and compelling reasons to keep the following declaration, expert report, and attachments under seal:

Appendix/Exhibit	Description
--	Declaration of Dr. Kevin Neels
--	Dr. Kevin Neels Expert Report on Behalf of Frontier, Inc. dated September 9, 2022
<b>Appendix 1</b>	
Exhibit 1	Cash Flows and Details of NPV Calculation for MSN 9545
Exhibit 2	Cash Flows and Details of NPV Calculation for MSN 10031
Exhibit 3	Cash Flows and Details of NPV Calculation for MSN 10089
Exhibit 4	Cash Flows and Details of NPV Calculation for MSN 10384

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Appendix/Exhibit	Description
Exhibit D-14	Exhibit D-14: Cash Flows and Details of Alternate NPV Calculation for MSN 10384, Using Frontier WACC
Exhibit D-15	Summary of Net Present Value Calculation – MSN 10452, Using Frontier WACC
Exhibit D-16	Exhibit D-16: Cash Flows and Details of Alternate NPV Calculation for MSN 10452, Using Frontier WACC

Dr. Neels' Declaration, and expert report dated September 9, 2022, and certain of the appendices contain highly sensitive and confidential business information related to Frontier's aircraft pricing, fleet plans, and contract terms. Frontier goes to great lengths to keep this information secret. Among other things, the information in these documents is not known outside of Frontier other than with Frontier's business partners, under agreements which keep the information strictly confidential, and would be extraordinarily valuable to Frontier's competitor airlines, as well as potential leasing partners, as it would reveal the terms Frontier has been able to competitively negotiate in the marketplace. Further Frontier has a duty to the Lessors CDB and JSA with whom it has entered sale and leaseback agreements to keep their financial terms and conditions confidential due to the nature of such information and their competitors in the aircraft leasing marketplace.

Very truly yours,

LANE POWELL PC

s/ David G. Hosenpud

David G. Hosenpud

cc: Counsel of Record (via ECF)

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9/28/23

The references in the Neels and de Jonge declarations are just what the cases preceding and following Lengosch went to exclude as highly confidential and important to their authors and of no interest to anyone else, except their competitors. They may retain the redactions made on the filed copies. So Ordered Louis L. Stanton